

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

**FEE STATEMENT COVER SHEET FOR THE
PERIOD NOVEMBER 1, 2022 THROUGH NOVEMBER 30, 2022**

Debtor: LTL Management LLC	Name of Applicant: Weil, Gotshal & Manges LLP
Case No.: 21-30589 (MBK)	Client: Special Counsel to LTL Management LLC
Chapter: 11	Case Filed: October 14, 2021 (the “ Petition Date ”)

**SECTION I
FEE SUMMARY**

<input checked="" type="checkbox"/> Interim Fee Application No. <u>13</u>	<input type="checkbox"/> Final Fee Application
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Summary of Amounts Requested for the Period November 1, 2022 through November 30, 2022 (the “**Fee Period**”).

Total Fees for the LTL Debtor:	<u>\$32,044.00</u>
Total Disbursements:	<u>\$182.62</u>
Total Fees Plus Disbursements:	<u>\$32,226.62</u>
Minus 20% Holdback:	<u>\$6,408.80</u>
Amount Sought at this Time:	<u>\$25,817.82</u>

Summary of Amounts Requested for Previous Periods:

	Fees	Expenses
Total Previously Requested:	<u>\$1,410,813.17</u>	<u>\$13,426.42</u>
Total Allowed to Date:	<u>\$1,078,062.96</u>	<u>\$12,368.51</u>
Total Retainer (If Applicable):	<u>\$0.00</u>	<u>\$0.00</u>
Remaining Holdback (If Applicable):	<u>\$41,841.59</u>	<u>\$0.00</u>
Total Received By Applicant:	<u>\$1,224,730.11</u>	<u>\$13,127.14</u>

**COMPENSATION BY PROFESSIONAL
NOVEMBER 1, 2022 THROUGH NOVEMBER 30, 2022**

The attorneys who rendered professional services in this chapter 11 case during the Fee Period are:

NAME OF PROFESSIONAL: PARTNERS AND COUNSEL	DEPARTMENT[†]	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Cailteux, Konrad L.	LIT	1985	\$1,420.00	2.10	\$2,982.00
Sullivan, Diane P.	LIT	1987	\$1,420.00	0.20	\$284.00
Tsekerides, Theodore E.	LIT	1994	\$1,420.00	1.00	\$1,420.00
Berkovich, Ronit J.	RES	2002	\$1,420.00	1.20	\$1,704.00
Total Partners and Counsel:				4.50	\$6,390.00

NAME OF PROFESSIONAL: ASSOCIATES	DEPARTMENT[†]	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Friedman, Julie T.	RES	2003	\$590.00	3.20	\$1,888.00
George, Jason	RES	2019	\$815.00	25.70	\$20,945.50
Polishuk, Menachem	RES	2022	\$575.00	20.10	\$11,557.50
Total Associates:				49.00	\$34,391.00

[†] RES – Restructuring; LIT – Litigation

The paraprofessionals who rendered professional services in this chapter 11 case during the Fee Period are:

NAME OF PARAPROFESSIONALS:	DEPARTMENT [‡]	HOURLY RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Fabsik, Paul	RES	\$375.00	10.00	\$3,750.00
Mason, Kyle	RES	\$375.00	0.30	\$112.50
Total Paraprofessionals:			10.30	\$3,862.50

The total fees for the Fee Period are:

PROFESSIONALS	BLENDED RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
TOTALS:			
Partners and Counsel:	\$1,420.00	4.50	\$6,390.00
Associates:	\$701.86	49.00	\$34,391.00
Paraprofessionals and Other Non-Legal Staff:	\$375.00	10.30	\$3,862.50
Blended Attorney Rate:	\$762.26		
Blended Rate for All Timekeepers:	\$699.74		
Total Fees Incurred:		63.80	\$44,643.50

[‡] RES – Restructuring

**SECTION II
SUMMARY OF SERVICES**

**COMPENSATION BY WORK TASK CODE FOR
SERVICES RENDERED BY WEIL, GOTSHAL & MANGES LLP
FOR THE PERIOD NOVEMBER 1, 2022 THROUGH NOVEMBER 30, 2022**

TASK CODE	DESCRIPTION	HOURS	AMOUNT	LTL %	LTL PORTION
L120	Strategy	24.90	\$20,636.00	50%	\$10,318.00
L320	Document Collection & Production	6.30	\$2,362.50	50%	\$1,181.25
L450	Court Conferences & Hearings	2.70	\$2,200.50	50%	\$1,100.25
L602	Weil Retention/Fee Application Preparation	29.70	\$19,160.50	100%	\$19,160.50
L604	Imerys/Cyprus info for LTL	0.20	\$284.00	100%	\$284.00
Total Fees Requested:		63.80	\$44,643.50		\$32,044.00

**SECTION III
SUMMARY OF DISBURSEMENTS**

**DISBURSEMENT SUMMARY BY WEIL, GOTSHAL & MANGES LLP
FOR THE PERIOD NOVEMBER 1, 2022 THROUGH NOVEMBER 30, 2022**

DISBURSEMENTS	AMOUNTS	LTL %	LTL PORTION
Court Reporting	\$33.60	50%	\$16.80
Duplicating	\$161.63	50%	\$80.82
Online News Monitoring	\$170.00	50%	\$85.00
Total Disbursements Requested:	\$365.23		\$182.62

SECTION IV CASE HISTORY

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| (1) Date cases filed: | October 14, 2021 |
| (2) Chapter under which case commenced: | Chapter 11 |
| (3) Date of retention: | March 17, 2022 <i>nunc pro tunc</i> to October 14, 2021 [Dkt. 1752] (the “ Retention Order ”). ¹ |
| (4) Summarize in brief the benefits to the estate and attach supplements as needed | SEE BELOW |

During the Thirteenth Fee Period, Weil, Gotshal & Manges LLP (“**Weil**”) provided the following services to LTL Management LLC (the “**Debtor**”) including, but not limited to, the following:

Strategy

- Monitored dockets of the chapter 11 cases of *Imerys Talc America, Inc., et al.*, Case No. 19-10289 (LSS), (Bankr. D. Del.) (the “**Imerys Bankruptcy Cases**”), *In re Cyprus Mines Corporation*, Case No. 21-10398 (LSS), (Bankr. D. Del.) (the “**Cyprus Bankruptcy Case**,” and together with Imerys Bankruptcy Cases, “**Imerys/Cyprus Bankruptcy Cases**”), and the Debtor’s bankruptcy case, reviewed relevant pleadings filed and orders issued therein to assess any potential impact on the Debtor and its strategy relating to the Imerys/Cyprus Bankruptcy Cases and to protect the Debtor’s interests in the Imerys/Cyprus Bankruptcy Cases, and prepared updates to the Debtor regarding same.

Database and Document Management

- Prepared daily docket summaries of filings in the Imerys/Cyprus Bankruptcy Cases and LTL case.

Weil Retention / Fee Application Preparation

- Prepared, revised, and filed Weil’s monthly fee statement and the third interim fee application in accordance with applicable fee guidelines and the Court’s order.

(5) Anticipated distribution to creditors:	
(a) Administration expense:	Unknown at this time.
(b) Secured creditors:	Unknown at this time.
(c) Priority creditors:	Unknown at this time.
(d) General unsecured creditors:	Unknown at this time.

¹ The Retention Order entered on March 17, 2022 [Dkt. 1752] is attached hereto as **Exhibit A**.

(6) Final disposition of case and percentage of dividend paid to creditors:	Final dividend percentages are unknown at this time.
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I certify under penalty of perjury that the above is true.

Date: February 14, 2023

/s/ Ronit J. Berkovich

Ronit J. Berkovich